

HEADQUARTERS PERSONNEL – NASHVILLE (As of 12/31/05)

Tod Trulove, CEM, Assistant Commissioner
Hope Givens, Administrative Services Assistant

BANK EXAMINATION AND FINANCIAL ANALYSIS

Tony Matthews, Chief Administrator
Storm Miller, Financial Analyst
Justin McClinton, Financial Analyst

APPLICATIONS

Joyce Simmons, CPA, Program Administrator
Debra Grissom, Applications Specialist

TRUST

Vivian Lamb, CEM, Program Administrator

EXAMINATION PERSONNEL

WEST TENNESSEE DISTRICT

Shirley Sanderson, CEM, District Manager
Phil Stafford, CEIC, Off-Site Monitoring Supervisor
Danny Nolen, CEM, Supervisor
Terry Warren, CEIC, Supervisor
Bruce Allen, CEIC, Trust Examination Specialist
Jerry Davis, CEIC, IT Specialist
Robert Prather, CEIC, IV
Roxanne Taylor, CEIC, IV
Judy Morgan, II
Vicki Ivey, CEIC, IV
Timothy Runions, CEIC, IV
Tonece Johnson, II
Tara Smith, II

MIDDLE TENNESSEE DISTRICT

Todd Rice, CEM, District Manager
Joe Boaz, CEM, Off-Site Monitoring Supervisor
John Hudson, CEIC, Supervisor
Mike Sisk, CEIC, Supervisor
Sherri Cassetty, CEIC, Trust Examination Specialist
Clyde McClaran, IT Specialist
Justin Cary, II
Sam Short, II
Jeremy Sullivan, I
David Tate, IV
Mark Richardson, II
Theodore Greene, I

EAST TENNESSEE DISTRICT

Kenneth Kelley, CEM, District Manager
Louella McElroy, CEM, Off-Site Monitoring Supervisor
Claude Huff, Jr., CEM, Supervisor
Chester Justice, Jr., CEM, Supervisor
Wade McCullough, CEIC, CFE, Trust Examination Specialist
Robert Broshears, IT Specialist
James Dunavant, II
C. Bradley Williams, II
Jonathan Piper, CEIC, IV
Brian McGhee, II
Brooke Robertson, I

[BANK DIVISION NARRATIVE]

As a whole, our state-chartered banks are capably positioned both strategically and financially, to meet new opportunities in the changing economic and political environments and continuing technological and financial innovation.

The **Bank Division** has legal responsibility for assuring the Tennessee state-chartered banking system runs on a safe and sound basis. In its supervisory role, the Bank Division periodically examines the financial soundness of all state-chartered banks, savings banks, and independent non-depository trust companies. The Department met the statutory obligation of examining all institutions on either a 12-month or an 18-month basis. This was an accomplishment through coordination with federal banking regulators. Bank examiners perform evaluations of each institution's assets, liabilities, income and expenses; monitor compliance with governing laws and regulations; and rate the effectiveness of the institution's management. The adequacy of capital is assessed to assure the protection of depositors. In addition, examiners review the Information Technology (IT) functions of state-chartered financial institutions for compliance with generally accepted IT practices and for adherence to Departmental regulations. The Bank Division staff also examines Business and Industrial Development Corporations (BIDCOs) for compliance with governing statutes and evaluates applications for new institutions, branches, expanded financial activities, and corporate reorganizations.

MILESTONES & ACCOMPLISHMENTS:

- The Division was instrumental in completing a conversion of Columbia-based First Farmers & Merchants Bank to a state-chartered bank from a national banking association, bringing the bank back into the state system. Randy Stevens, chairman of the bank's board and chief executive officer, said the bank was interested in converting back to a state charter for a number of reasons. "The board felt that our customers and shareholders would be better served by operating the bank as a state charter. Since we were founded as a state-chartered bank in 1909, we were pleased to return back to our roots."
- Realizing the need to prevent money laundering and terrorist financing through banks and money service businesses, the Department joined other states in signing a memorandum of understanding with the Financial Services Enforcement Network (FinCen) on June 1, 2005. This agreement helps the Department better utilize resources in ensuring that financial institutions the Department supervises are fulfilling the anti-money laundering requirements of the Bank Secrecy Act which leads to more effective compliance. FinCen has been designated by the U.S. Department of Treasury to establish, oversee and implement policies to detect and prevent money laundering and terrorist financing. This organization administers the Bank Secrecy Act, which authorizes the collection, analysis and dissemination of financial information important to the prevention of money laundering and terrorist financing.
- Beginning in the first quarter of 2005, the Bank Division began incorporating Bank Secrecy Act (BSA) reviews into its independent examinations of Tennessee state banks in order to determine compliance with federal BSA regulations. These examinations evaluate institutions' BSA/Anti-Money Laundering policies and programs. Some of the aspects these policies and programs must address include the reporting of qualifying currency transactions as well as suspicious activity, implementation of applicable customer identification procedures, and appropriate monitoring of customer activity. The Bank Division has assumed this new responsibility since the nature of the risk inherent with a banks non-compliance with BSA extends beyond strictly legal and reputation consequences – it also has the potential to impact the institutions very safety and soundness.
- The Bank Division incorporated a Bank Secrecy Act/Anti-Money Laundering segment into its training curriculum for Directors of De Novo institutions beginning in 2005. This presentation provides Directors with a broad overview of the characteristics of BSA/Anti-Money Laundering programs required by federal law and highlights the significant responsibilities of a Board of Directors to ensure such a program is established and functional. This segment serves to grant greater awareness of an aspect of banking that has recently become a priority nationally and complements the training's overall objective of encouraging and facilitating a De Novo bank's safe and sound operation at their inception and going forward.

INFORMATION AT A GLANCE (AS OF JUNE 30, 2005)

BANK DIVISION REGULATED INSTITUTIONS:

157 banks
2 BIDCOS (Business and Industrial Development Corporations)
8 independent non-depository trust companies

BANK DATA

CONSOLIDATED TOTAL ASSETS:

- \$29.5 billion, representing a \$2.7 billion increase since June 30, 2004

CONSOLIDATED CAPITAL:

- \$3.1 billion, representing 10.53 percent of total assets.

RETURN ON AVERAGE ASSETS (ROAA):

- 1.12 percent with an average net interest margin (nim) of 4.35 percent (excluding those banks that have been organized less than three years (De Novo banks). These ratios reflect the banks' earnings performance increasing over prior mid-year 2004, when the average ROAA was 0.95 percent and average NIM was 4.31 percent, excluding banks that have been organized less than two years.

AVERAGE ALLOWANCE FOR LOAN AND LEASE LOSSES RATIO:

1.60 percent which decreased from the June 30, 2004 ratio of 1.74 percent.

AVERAGE PAST DUE RATIO:

Overall, state-chartered banks have an average past due ratio of 2.33 percent as of June 30, 2005, increasing slightly from the 2.21 percent ratio as of June 30, 2004.

INFORMATION AT A GLANCE FOR TRUST COMPANIES:

TOTAL CONSOLIDATED CORPORATE ASSETS:

- \$28 million. This figure is down 44 percent from June 30, 2004 which is mainly the result of the indirect purchase of First Mercantile Trust Company in Memphis by SunTrust Banks, Inc., of Atlanta, GA and the absorption of capitalized goodwill during this indirect acquisition.

AGGREGATED NET INCOME FOR TRUST COMPANIES:

- Increased by 12 percent for the first six months of 2005 compared to this time period in 2004.

NET EARNINGS:

- \$1.9 million compared to \$1.7 million reported for the same period in 2004.

TRUST ASSETS UNDER MANAGEMENT AND/OR CUSTODY:

- Grew 22 percent from \$7.3 billion to \$8.9 billion, inclusive of assets invested in common/collective trust funds.

TRUST COMPANY VOLUNTARY OR INVOLUNTARY CORPORATE CHANGES FY 2004-05:

None.

UPDATE ON SENTINEL TRUST COMPANY (CURRENTLY IN LIQUIDATION)

SENTINEL TRUST COMPANY (IN LIQUIDATION)

On June 18, 2004, a notice of liquidation was issued for Sentinel Trust Company in Hohenwald, Tennessee. As of December 31, 2005, the Department continues to oversee this liquidation. Successor fiduciaries have been named for the three personal accounts and 121 bond issues trusted and/or administered by the Company.

This liquidation was determined necessary after the Department's annual regulatory examination. The Department found the company was engaging in unsafe and unsound fiduciary practices which had caused a shortage in the fiduciary cash position and for which Sentinel's capital was insufficient to cover. Therefore, on May 18, 2004, pursuant to T.C.A. Section 45-2-1502 (b)(1) and (c)(1), former Commissioner Kevin P. Lavender took possession of Sentinel Trust Company. Immediately thereafter, the Commissioner issued an Order appointing a Receiver, pursuant to T.C.A. Section 45-2-1502(b)(2).

The Receiver continues to manage two defaulted bond issues with \$13,935,000 in principal outstanding. As of December 31, 2005, these defaulted issues owed the Sentinel Trust Company Receivership estate \$229,483 for funds loaned from the Receivership estate to pay relevant default expenses. It is expected that these loans will be repaid upon the sale of the underlying collateral for each bond issue. \$9,303,453 has been paid out since the date of possession for seven bond issues with total outstanding principal of \$49,050,000. The Proof of Claim Process regarding the cash that was purportedly held in the Fiduciary Cash Account is still in progress.

BUSINESS AND INDUSTRIAL DEVELOPMENT CORPORATIONS (BIDCOs)

Tennessee Code Annotated, Section 45-8-225, requires a report to be published annually that summarizes the accomplishments of the various BIDCOs operating in Tennessee. As of June 30, 2005, the Department supervised the operation of two BIDCOs. The two BIDCOs provided financing totaling \$4,525,631 to thirteen small businesses, preserving and/or creating 174 jobs. The December 31, 2004 summary analysis of the number and dollar amount of loans extended to certain broad categories is detailed as follows:

CATEGORY	NUMBER	AMOUNT
Services	04	983,181
Retail Trade	09	2,542,450
Construction	02	1,000,000
TOTAL	15	\$ 4,525,631

BANK DIVISION APPLICATION ACTIVITIES FY 2004-2005

NEW BANKS AND TRUST COMPANIES

- Nashville Bank and Trust Company, Nashville, TN (August 2004)
- Franklin County United Bank, Decherd, TN (December 2004)
- Cohutta Banking Company of Tennessee, Chattanooga, TN (March 2005)
- Sumner Bank and Trust, Gallatin, TN (April 2005)

BANK MERGERS

- Cumberland Bank, Carthage, merged into Cumberland Bank South, Franklin, TN titled as Cumberland Bank, Franklin, TN (September 2004)
- Bank of Dyer, Dyer, TN merged into Cumberland Bank, Franklin, TN titled as Cumberland Bank (December 2004)
- Union Planters Bank of the Lakeway Area, Morristown, TN merged into Union Planters, National Association, Memphis, TN titled as Union Planters Bank, National Association (December 2004)
- Peoples Bank of Polk County, Benton, TN merged into First Bank of Tennessee, Spring City, TN titled First Bank of Tennessee (December 2004)
- Premier Bank of Brentwood, Brentwood, TN merged into BancorpSouth Bank, Tupelo, Mississippi titled as BancorpSouth Bank (December 2004)
- Friendship Bank, Friendship, TN, merged into First State Bank, Henderson, TN titled as First State Bank (January 2005)
- Renasant Bank of Tennessee, Germantown, TN merged into Renasant Bank, Tupelo, Mississippi, titled as Renasant Bank (March 2005)
- Community Bank of Smith County, Carthage, TN merged into Wilson Bank & Trust, Lebanon, TN (March 2005)
- DeKalb Community Bank, Smithville, TN merged into Wilson Bank & Trust, Lebanon, TN (March 2005)
- Academy Bank, Lebanon, TN merged into Bank of the South, Mt. Juliet, TN titled as Bank of the South (June 2005)
- Bank of Bolivar, Bolivar, TN merged into Citizens Bank & Savings Company, Russellville, Alabama titled as Citizens Bank & Savings Company (June 2005)

CONVERSIONS

- The Home Bank, FSB, Ducktown, TN converted from a federally chartered savings bank to a state chartered commercial bank titled The Home Bank (December 2004)

BIDCO TRANSACTIONS

- Finova Mezzanine Capital, Inc., Nashville, TN – Voluntary Surrender of Tennessee BIDCO License (April 2005)

* There were no new trust companies or trust company voluntary corporate transactions for Fiscal Year 2004 - 2005

Individual bank data (assets, ratios, etc.) is available on the departmental web site (www.tennessee.gov/tdfi)

Tennessee State-Chartered Banks

KEY BANK RATIOS

CITY	INSTITUTION	Cert #	NET INCOME TO AVG TOT ASSETS RATIO	NET LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	CORE CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
ADAMSVILLE	Farmers & Merchants Bank	9188	0.5	44.07	3.71	10.87	58.66	4.43
ASHLAND CITY	Community Bank & Trust	35258	0.95	69.61	1.34	11.72	81.13	9.34
ATHENS	SouthEast Bank & Trust	57348	0.94	79.51	1.22	8.87	91.49	11.22
ATWOOD	Citizens Bank & Trust Company	6100	1.27	51.07	1.21	8.52	56.49	15.27
BARTLETT	Bank of Bartlett	23123	0.51	56.91	1.24	7.83	67.37	6.33
BELLS	Bank of Crockett	1468	1.45	48.97	1.7	10.38	56.3	14.06
BELLS	Bells Banking Company	1469	0.76	35.52	1.98	14.33	41.94	5.43
BENTON	Benton Banking Company	10696	1.03	83.97	1.28	9.98	97.04	10.47
BOLIVAR	First South Bank	9170	1.76	68.53	1.32	8.78	76.65	19.5
BRADFORD	The Bank of Bradford	2382	0.51	29.06	2.8	16.29	35	3.19
BRIGHTON	Brighton Bank	9189	0.63	63.49	1.89	10.04	75.39	6.37
BROWNSVILLE	InSouth Bank	22020	1.33	76.36	0.68	9.13	113.17	14.64
BYRDSTOWN	People's Bank and Trust Company of Pickett County	22756	2.16	79.01	2.06	11.6	92.85	18.14
CAMDEN	Bank of Camden	9176	1.43	33.73	2.4	14.98	40.75	9.5
CARTHAGE	Citizens Bank	893	2.31	53.1	1.13	17.24	64.69	13.5
CHAPEL HILL	First State Bank	2383	0.8	52.42	1.65	15.43	64.97	5.23
CHATTANOOGA	Cornerstone Community Bank	26256	1.43	80.04	1.27	8.77	101.69	16.93
CHATTANOOGA	First Volunteer Bank of Tennessee	10307	1.11	75.33	1.17	8.66	83.97	12.5
CHATTANOOGA *	Cohutta Banking Company of Tennessee	57913	-4.43	94.49	1.04	38.2	1210.51	-6.6
CLARKSVILLE	Cumberland Bank and Trust	57091	1.15	78.11	1.44	9.74	94.65	12.26
CLARKSVILLE	F&M Bank	9963	1.09	81.83	0.88	7.86	96.94	14.33
CLARKSVILLE	Legends Bank	34936	1.06	69.31	1.15	8.42	82.1	12.62
CLEVELAND	Bank of Cleveland	26955	1.63	89.88	1.06	8.73	101.04	19.47
CLEVELAND	Southern Heritage Bank	35093	1.18	75.25	1.4	10.55	84.6	11.07

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CLEVELAND	The Bank/First Citizens Bank	21498	2.48	72.27	1.49	8.1	84.39	31.73
CLIFTON	Peoples Bank	9489	0.84	71.77	2.02	8.18	83.27	10.54
CLINTON	The Community Bank of East Tennessee	34847	0.68	58	1.24	9.28	65.79	7.51
COLLIERVILLE	BankTennessee	29177	0.23	66.17	1.27	9.08	84.94	2.4
COLUMBIA	Community First Bank & Trust	35165	1.03	82.38	1.24	9.18	93.64	11.33
COOKEVILLE	Bank of Putnam County	8432	1.09	50.46	0.75	7.68	54.96	14.79
CORDOVA	First Alliance Bank	35245	0.66	83.07	1.33	9.15	95.91	7.28
CORNERSVILLE	Farmers Bank	1692	0.37	72.25	1.56	10.26	96.57	3.64
CROSSVILLE	Cumberland County Bank	18364	1.1	51.04	1.14	7.22	55.16	16.15
DECATURVILLE	Decatur County Bank	6101	0.63	41.69	1.37	12.03	60.86	5.33
DECHERD *	Franklin County United Bank	57851	-5.19	51.93	1.25	36.7	77.77	-12.17
DICKSON	Bank of Dickson	17327	1.14	58.39	1.01	13.33	71.07	8.56
DICKSON	TriStar Bank	35417	0.93	62.51	1.31	10.09	71.36	8.89
DUCKTOWN	The Home Bank	10303	2.41	83.24	1.37	8.94	106.16	27.73
DUNLAP	Citizens Tri-County Bank	20818	2.21	65.99	1.11	8.21	72.83	23.66
DUNLAP	Mountain Valley Bank	1705	0.85	72.72	1.29	11.27	82.63	7.41
DYER	The Farmers & Merchants Bank	1480	0.81	51.27	1.21	8.06	60.9	9.57
ELIZABETHTON	Carter County Bank	15685	1.82	77.14	1.18	9.04	87.81	21.25
ELIZABETHTON	Citizens Bank	14851	2.48	76.23	1.12	10.89	105.27	20.33
ERIN	Traditions First Bank	57092	0.95	59.43	1.29	10.96	84.2	9.08
FAYETTEVILLE *	Bank of Lincoln County	57396	0.88	72.04	1.52	10.9	81.08	8.16
FRANKEWING	Bank of Frankewing	1484	1.1	74.17	1.54	9.83	83.53	11.4
FRANKLIN	Cumberland Bank	31916	0.63	63.77	1.03	7.22	79.47	9.03
FRANKLIN	Tennessee Commerce Bank	35296	1.02	88.21	1.33	10.04	97.83	10.43
GAINESBORO	Jackson Bank & Trust	2377	0.78	64.2	1.58	10.25	78.29	7.47

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GALLATIN *	Sumner Bank & Trust	57954	-12.77	13.59	1.24	52.28	21.03	-24.46
GATES	Gates Banking and Trust Company	10306	0.66	39.83	2.56	11.41	46.06	6.06
GERMANTOWN *	First Capital Bank	57552	0.3	76.42	1.29	14.44	98.68	1.94
GLEASON	Bank of Gleason	2379	1.58	49.59	1.55	18.42	61.11	8.83
GREENEVILLE	Andrew Johnson Bank	22015	0.87	84.38	0.98	8.81	94.87	9.82
GREENEVILLE	Bank of Greeneville	57169	0.66	77.23	1.44	8.98	90.57	7.48
GREENEVILLE	Greene County Bank	895	1.05	83.25	1.46	7.93	99.03	11.18
GREENEVILLE *	Heritage Community Bank	57656	-1.49	92.37	1.25	12.71	111.48	-10.58
GREENFIELD	Greenfield Banking Company	15255	0.78	56.37	1.58	12.79	68.19	6.25
HALLS	Bank of Halls	10315	1.29	56.59	1.22	12.09	66.94	11.13
HALLS	The Lauderdale County Bank	22835	0.73	50.84	1.74	8.62	58.03	9.17
HARROGATE	Commercial Bank	22354	1.17	67.57	0.95	10.7	90.1	11.07
HARTSVILLE	Citizens Bank	6103	0.9	67.87	1.16	8.19	77.94	11.31
HENDERSON	Chester County Bank	19813	0.65	40.22	3.89	9.01	45.67	7.25
HENDERSON	Clayton Bank and Trust	6104	1.9	58.99	3.09	12.51	74.84	17.78
HENDERSONVILLE *	American Security Bank and Trust Company	57636	-2.09	56.59	1.25	24.13	71.43	-8.09
HUNTINGDON	Carroll Bank and Trust	2380	1.16	61.39	1.42	10.74	70.8	11.03
JACKSON	The Bank of Jackson	34457	1.32	81.56	1.18	11.28	96.99	11.78
JAMESTOWN	Community Bank of the Cumberlands	57111	1.01	80.93	1.21	9.07	89.07	11.33
JAMESTOWN	Union Bank	6088	1.05	55.93	1.44	12.14	64.03	8.71
JASPER	Citizens State Bank	20100	0.87	65.92	0.99	7.14	71.02	12.2
JEFFERSON CITY	First Peoples Bank of Tennessee	21874	0.71	66.26	1.24	8.05	74.14	9
JELICO	Union Bank	1693	1.4	55.05	1.32	11.27	62.38	12.87
JOHNSON CITY	State of Franklin Savings Bank	34137	2	56.25	0.91	8.81	74.37	23.23

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KINGSPORT	Bank of Tennessee	21573	1.7	77.19	1.22	8.35	94.67	20.85
KNOXVILLE	BankEast	19869	-0.9	50.96	0.97	13.55	62.87	-6.29
KNOXVILLE *	American Trust Bank of East Tennessee	57689	-1.03	80.04	1.64	22.91	102.72	-4.23
LAFAYETTE	Citizens Bank of Lafayette	1711	1.04	48.73	1.47	10.06	54.4	10.48
LAFAYETTE	Macon Bank and Trust Company	6091	0.94	44.66	1.67	10.92	50.89	8.36
LEBANON	Wilson Bank and Trust	26962	1.19	74.23	1.28	9.22	84.3	13.75
LEBANON *	CedarStone Bank	57684	-2.63	79.77	1.27	16.34	95.25	-14.64
LENOIR CITY	United Community Bank Tennessee	33417	0.39	62.83	1.23	8.23	74.28	2.7
LEWISBURG *	First Commerce Bank	57465	0.75	64.84	1.25	10.67	72.47	7.15
LEXINGTON	Community Bank	31272	0.82	57.89	1.92	9.85	75.25	8.42
LEXINGTON	First Bank	8663	1.44	78.63	1.36	7.78	101.14	14.16
LIBERTY	Liberty State Bank	11881	0.97	65.52	1.66	10.61	73.73	9.32
LIVINGSTON	American Bank & Trust of the Cumberlands	31980	0.74	65.34	1.34	8.94	73.77	8.48
LIVINGSTON	Union Bank & Trust Company	9179	2.11	33.15	2.35	10.18	37.36	23.13
LOBELVILLE	Bank of Perry County	1713	2.81	71.87	1.62	16.3	89.97	16.67
LYNCHBURG	The Farmers Bank of Lynchburg	1690	0.64	65.09	2.21	12.49	75.76	5.27
MADISONVILLE	Peoples Bank of East Tennessee	34517	0.38	76.9	1.27	8.03	83.93	4.78
MANCHESTER	Coffee County Bank	22090	2.61	83.59	1.29	8.57	111.51	31.66
MANCHESTER	Peoples Bank & Trust Company	1475	0.92	49.79	1.09	9.26	56.55	9.73
MARYVILLE	Citizens Bank of Blount County	21227	1.52	65.45	1.45	16.82	84.07	9.21
MARYVILLE	The Home Bank of Tennessee	34192	1.34	70.06	1.69	8.83	81.63	15.22
MASON	The Bank of Mason	9956	0.3	22.53	2.21	11.93	29.54	1.84
MAURY CITY	Planters Bank of Tennessee	6106	0.86	64.38	3.91	10.36	72.69	8.22
MC KENZIE	McKenzie Banking Company	13955	2.02	45.09	7.71	12.82	52.28	16.43

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MC MINNVILLE *	Homeland Community Bank	57632	-0.5	59.8	1.29	17.1	71.81	-2.82
MEDINA	Medina Banking Co.	10316	1.1	34.37	1.89	17.37	41.92	6.2
MEMPHIS	Independent Bank	34728	0.63	80.28	1.04	8.79	91.26	7.28
MEMPHIS	MemphisFirst Community Bank	34982	2.19	57.52	3.08	10.19	64.25	24.43
MEMPHIS	Tri-State Bank of Memphis	16511	0.2	52.11	2.48	12.36	59.8	1.57
MEMPHIS	Trust One Bank	34059	0.65	67.22	1.38	7.91	103.16	2.97
MILAN	The Bank of Milan	33851	0.69	55.81	2.36	8.9	77.46	7.8
MILLINGTON *	Patriot Bank	57416	1.57	83.69	1.24	9.55	94.95	16.96
MOSCOW	The Bank of Fayette County	10308	1.36	84.5	1.36	10.79	110.04	14.47
MOUNT JULIET	Bank of the South	57152	0.78	72.12	1.15	7.9	83.05	8.68
MOUNTAIN CITY	Farmers State Bank	13775	1.27	54.39	1.26	15.12	68.04	8.45
MOUNTAIN CITY	Johnson County Bank	22070	1.04	81.31	1.43	10.73	115.26	9.8
MURFREESBORO	Cavalry Banking	29644	1.31	74.05	1.08	8.49	82.15	15.41
MURFREESBORO *	MidSouth Bank	57659	-2.27	65.12	1.25	27.83	86.32	-7.54
NASHVILLE	Capital Bank & Trust Company	33902	0.86	80.15	1.19	7.81	101.06	12.67
NASHVILLE	Citizens Savings Bank and Trust Company	10319	1.33	71.18	1.8	12.43	81.35	11.28
NASHVILLE	Insurors Bank of Tennessee	35521	0.56	74.71	1.23	8.59	105.3	6.66
NASHVILLE	PrimeTrust Bank	57271	0.62	75.44	1.19	11.01	89.15	7.14
NASHVILLE	The Bank of Nashville	32713	0.8	78.21	1.39	9.23	118.66	4.79
NASHVILLE *	Nashville Bank and Trust Company	57825	-3.16	69.17	1.25	29.3	96.27	-9.48
NEW TAZEWELL	Citizens Bank	1695	-0.61	66.84	1.25	8.17	77.08	-7.28
NEWBERN	Security Bank	2391	1.25	63.91	1.15	11.33	80.73	11.07
OAK RIDGE	TNBank	34023	0.83	78.2	1.16	8.29	92.54	10.58
OAKLAND	Oakland Deposit Bank	10320	0.76	69.12	1.46	7.65	77.96	10.11

Tennessee State-Chartered Banks

KEY BANK RATIOS

CITY	INSTITUTION	Cert #	NET INCOME TO AVG TOT ASSETS RATIO	NET LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	CORE CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
ONEIDA	First Trust and Savings Bank	6109	2.16	68.67	1.5	8.09	78.03	28.44
OOLTEWAH	Community Trust & Banking Company	35138	1.35	82.98	1.15	9.86	100.15	13.73
PARIS	Commercial Bank & Trust Co.	8660	1.7	71.64	1.85	7.94	81.09	19.48
PARIS	Security Bank and Trust Company	9172	1.85	70.03	0.71	9.74	78.11	19.43
PARSONS	Community South Bank	19849	2.26	76.13	1.61	9.31	110.78	22.55
PARSONS	Farmers Bank	8661	0.79	66.56	1.2	9.82	74.81	8.25
PIGEON FORGE	Tennessee State Bank	20720	1.39	64.98	1.43	7.86	79.72	18.15
PORTLAND	The Farmers Bank	1696	1.38	63.81	1.34	9.97	73.6	13.89
PORTLAND	Volunteer State Bank	22451	1.82	74.7	0.99	8.63	85.96	20.05
RIPLEY	Bank of Ripley	15673	0.88	45.1	1.65	15.21	57.82	5.88
ROGERSVILLE	First Community Bank of East Tennessee	33794	1.19	81.97	1.12	9.22	98.93	12.96
ROGERSVILLE	The Citizens Bank of East Tennessee	9499	0.68	74.74	1.17	7.91	87.25	8.66
RUTLEDGE	Citizens Bank and Trust Company of Grainger County	10317	1.26	40.74	2.42	18.04	50.55	7.05
SARDIS	The Peoples Bank	6110	0.97	48.02	2.75	13.08	56.16	7.62
SAVANNAH	Central Bank	31545	0.87	64.37	1.19	11.98	78.02	7.26
SAVANNAH	The Hardin County Bank	20993	1.03	60.07	1	9.21	72.27	11.57
SELMER	Home Banking Company	9196	1.04	59.92	1.52	8.34	66.28	12.97
SEVIERVILLE	Sevier County Bank	10318	0.91	46.5	1.76	12.18	53.67	7.5
SHELBYVILLE	First Community Bank of Bedford County	27211	1.26	65.96	1.48	10.88	80.4	11.71
SHELBYVILLE	Peoples Bank of Bedford County	35604	0.88	74.08	1.66	10.31	82.39	8.5
SOMERVILLE	The Somerville Bank & Trust Company	9174	1.25	64.38	2.21	7.93	72.86	11.66

Tennessee State-Chartered Banks

KEY BANK RATIOS

CITY	INSTITUTION	Cert #	NET INCOME TO AVG TOT ASSETS RATIO	NET LOANS TO ASSETS RATIO	ALLOWANCE FOR LOAN LOSSES RATIO	CORE CAPITAL (LEVERAGE) RATIO	NET LOANS TO DEPOSITS RATIO	NET INCOME TO AVG TOTAL EQUITY RATIO
SPENCER	Citizens Bank of Spencer	6092	1.68	46.66	3	13.05	54.66	13.31
SPRING CITY	First Bank of Tennessee	10693	1.48	82.38	1.03	8.92	94.9	16.7
TAZEWELL	First Century Bank	1700	0.82	52.21	1.27	9.69	57.94	8.79
TOONE	Merchants & Planters Bank	8665	0.85	53.1	3.67	9.47	61.03	9.35
TRENTON	Citizens City & County Bank	34399	1.51	73.38	1.52	9.31	81.48	17.49
TRENTON	Peoples State Bank of Commerce	1701	1.44	69.71	1.05	9.47	85.29	10.95
TREZEVANT	Farmer's and Merchants Bank	8439	0.76	83.66	1.55	10.88	99.73	6.81
TULLAHOMA	American City Bank of Tullahoma	21663	0.7	66.1	1.08	8.41	78.82	4.5
UNION CITY	First State Bank	1479	0.65	77.63	0.97	9.11	91.53	7.92
UNION CITY	Reelfoot Bank	9199	0.66	68.69	2.95	8.82	76.7	7.63
WARTBURG	Citizens First Bank	34311	0.94	81.77	0.96	9.22	99.57	10.25
WAYNESBORO	The Bank of Waynesboro	2375	1.06	75.4	2.41	9.38	89.41	11.26
WAYNESBORO	Wayne County Bank	9168	1.53	73.01	4.58	13.77	87.13	11.17
WINCHESTER	Citizens Community Bank	33739	1.86	70.75	1.52	11.18	84.81	16.63
WOODLAND MILLS	The Farmers Bank of Woodland Mills	15205	0.76	47.33	1.85	16.75	57.33	4.69
AVERAGES FOR BANKS OPERATING OVER 3 YEARS			1.12	65.10	1.60	10.31	77.99	11.26

* indicates banks operating less than 3 years

Tennessee State-Chartered Banks

CONSOLIDATED BALANCE SHEET (In Millions)

	June 30, 2005	June 30, 2004	\$ Change	% Change
ASSETS				
Cash and Due from Banks	1063	977	86	8.80%
Securities	5412	5369	43	0.80%
Federal Funds Sold and Securities Purchased Under Agreement to Resell	670	636	34	5.35%
Loans and Leases Held for Sale	224	223	1	0.45%
Loans and Leases, Net of Unearned Income	20661	18262	2399	13.14%
Allowance for Loan & Lease Losses	-283	-271	-12	4.43%
Assets held in Trading Accounts	0	0	0	
Premises and Fixed Assets	711	654	57	8.72%
Other Real Estate Owned	64	68	-4	-5.88%
Investments in Unconsolidated Subsidiaries	10	8	2	25.00%
Intangible Assets	283	264	19	7.20%
Other Assets	722	650	72	11.08%
TOTAL ASSETS	29537	26840	2697	10.05%
LIABILITIES				
Non-Interest Bearing Deposits	3234	2843	391	13.75%
Interest Bearing Deposits	21223	19428	1795	9.24%
TOTAL DEPOSITS	24457	22271	2186	9.82%
Federal Funds Purchased and Securities Sold Under Repurchase Agreement	466	429	37	8.62%
Demand Notes Issued to the U. S. Treasury	0	0	0	
Trading Liabilities	0	0	0	
Other Borrowed Money	1329	1196	133	11.12%
Other Liabilities	175	139	36	25.90%
TOTAL LIABILITIES	26427	24035	2392	9.95%
Minority Interests in Consolidated Subsidiaries	0	0	0	
EQUITY CAPITAL				
Preferred Stock	1	5	-4	-80.00%
Common Stock	249	211	38	18.00%
Surplus	1296	1185	111	9.37%
Undivided Profits	1576	1442	134	9.29%
Accumulated Other Comprehensive Income	-10	-37	27	-72.97%
Other Equity Capital Components	-2	-1	-1	
TOTAL EQUITY CAPITAL	3110	2805	305	10.87%
TOTAL LIABILITIES AND EQUITY CAPITAL	29537	26840	2697	10.05%

Tennessee State-Chartered Banks

CONSOLIDATED INCOME STATEMENT (In Millions)

	June 30, 2005	June 30, 2004
Interest Income	804	680
Interest Expense	254	184
NET INTEREST INCOME	550	496
Non-Interest Income	139	125
Non-Interest Expense	444	408
Provision for Loan Losses	30	32
Securities Gains/Losses	4	2
Pre-Tax Net Income	219	183
Applicable Income Taxes	58	49
NET OPERATING INCOME	161	134
Extraordinary Gains/Losses	0	0
NET INCOME	161	134
TOTAL CASH DIVIDENDS	68	54

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
ADAMSVILLE	FARMERS & MERCHANTS BANK	9188	6438	8996	13757	511	2377	31057	22580	4066	0	3411	75
ASHLAND CITY	COMMUNITY BANK & TRUST	35258	3708	28247	95098	1276	9001	134778	115648	4450	0	14680	594
ATHENS	SOUTHEAST BANK & TRUST	57348	1938	16941	106077	1294	8130	131792	114535	5836	0	11421	592
ATWOOD	CITIZENS BANK & TRUST COMPANY	6100	710	8157	10081	122	676	19502	17630	145	0	1727	129
BARTLETT	BANK OF BARTLETT	23123	17396	142482	250742	3097	27612	435135	367595	33811	0	33729	1061
BELLS	BANK OF CROCKETT	1468	6116	38077	48665	828	5660	97690	84963	1908	0	10819	736
BELLS	BELLS BANKING COMPANY	1469	5819	14120	11467	227	469	31648	26802	226	0	4620	124
BENTON	BENTON BANKING COMPANY	10696	3746	7770	81749	1050	3888	96103	83157	3157	0	9789	499
BOLIVAR	FIRST SOUTH BANK	9170	7123	64912	191590	2534	14792	275883	246654	4585	0	24644	2363
BRADFORD	THE BANK OF BRADFORD	2382	656	25042	11172	313	809	37366	31025	200	0	6141	97
BRIGHTON	BRIGHTON BANK	9189	3033	13800	35431	668	3155	54751	46110	3374	0	5267	166
BROWNSVILLE	INSOUTH BANK	22020	23343	56325	381076	2579	37514	495679	334447	117187	0	44045	3154
BYRDSTOWN	PEOPLE'S BANK & TRUST CO OF PICKETT COUNTY	22756	1945	12958	72447	1491	3949	89808	76422	2956	0	10430	936
CAMDEN	BANK OF CAMDEN	9176	7785	79764	49863	1199	8058	144271	119423	2251	0	22597	1047
CARTHAGE	CITIZENS BANK	893	8153	187448	237692	2691	11951	442553	363267	2011	0	77275	5168
CHAPEL HILL	FIRST STATE BANK	2383	4842	12049	21544	356	2344	40423	32610	1721	0	6092	157
CHATTANOOGA	COHUTTA BANKING COMPANY OF TENNESSEE	57913	242	1001	28391	295	395	29734	2321	17593	0	9820	-181
CHATTANOOGA	CORNERSTONE COMMUNITY BANK	26256	19191	29304	239521	3030	10483	295469	232557	39351	0	23561	1841
CHATTANOOGA	FIRST VOLUNTEER BANK OF TENNESSEE	10307	16389	64562	369578	4333	38661	484857	434952	6313	0	43592	2668
CLARKSVILLE	CUMBERLAND BANK AND TRUST	57091	2348	12822	65158	941	2822	82209	67848	6439	0	7922	472
CLARKSVILLE	F&M BANK	9963	10207	51762	398357	3498	25737	482565	407317	37634	0	37614	2560
CLARKSVILLE	LEGENDS BANK	34936	11246	41747	141129	1616	8793	201299	169932	14963	0	16404	1002
CLEVELAND	BANK OF CLEVELAND	26955	4431	7843	177325	1876	7479	195202	173637	4274	0	17291	1637

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
CLEVELAND	SOUTHERN HERITAGE BANK	35093	3849	32768	135190	1886	7225	177146	157567	1320	0	18259	985
CLEVELAND	THE BANK/FIRST CITIZENS BANK	21498	14214	91073	318335	4751	15053	433924	371582	27345	0	34997	5288
CLIFTON	PEOPLES BANK	9489	2515	19813	78770	1589	8036	107545	92690	6298	0	8557	436
CLINTON	THE COMMUNITY BANK OF EAST TENNESSEE	34847	2369	22956	40391	500	3556	68772	60630	1682	0	6460	238
COLLIERVILLE	BANKTENNESSEE	29177	7801	40994	134841	1713	19256	201179	156733	21045	0	23401	161
COLUMBIA	COMMUNITY FIRST BANK & TRUST	35165	3567	33820	237079	2945	12674	284195	250033	9294	0	24868	1372
COOKEVILLE	BANK OF PUTNAM COUNTY	8432	8826	106144	129271	971	10986	254256	233439	1903	0	18914	1377
CORDOVA	FIRST ALLIANCE BANK	35245	2435	8151	79844	1058	5466	94838	82142	4189	0	8507	302
CORNERSVILLE	FARMERS BANK	1692	1560	16015	61481	962	5668	83762	62668	12543	0	8551	154
CROSSVILLE	CUMBERLAND COUNTY BANK	18364	6363	68764	83365	950	3924	161466	149411	806	0	11249	892
DECATURVILLE	DECATUR COUNTY BANK	6101	3360	41581	35842	492	4498	84789	58083	16286	0	10420	273
DECHERD	FRANKLIN COUNTY UNITED BANK	57851	327	10342	12944	162	1162	24613	16436	46	0	8131	-501
DICKSON	BANK OF DICKSON	17327	3065	59220	95376	967	4981	161675	132835	6781	0	22059	934
DICKSON	TRISTAR BANK	35417	1525	24699	56334	739	7113	88932	77903	1687	0	9342	402
DUCKTOWN	THE HOME BANK	10303	3749	10048	95553	1313	5180	113217	88773	14436	0	10008	1339
DUNLAP	CITIZENS TRI-COUNTY BANK	20818	13824	77727	229648	2540	25511	344170	311853	2905	0	29412	3415
DUNLAP	MOUNTAIN VALLEY BANK	1705	2687	13421	54190	701	3956	73553	64731	508	0	8314	310
DYER	THE FARMERS & MERCHANTS BANK	1480	2006	29195	40278	487	6626	77618	65334	5397	0	6887	319
ELIZABETHTON	CARTER COUNTY BANK OF ELIZABETHTON	15685	6238	29484	159741	1878	11049	204634	179776	6404	0	18454	1892
ELIZABETHTON	CITIZENS BANK	14851	11872	77693	402558	4519	34576	522180	378122	78478	0	65580	6556
ERIN	TRADITIONS FIRST BANK	57092	1273	18514	33757	435	2956	56065	39575	10392	0	6098	268
FAYETTEVILLE	BANK OF LINCOLN COUNTY	57396	1686	24405	73196	1114	1879	100052	88898	551	0	10603	424
FRANKEWING	BANK OF FRANKEWING	1484	6532	17029	95537	1476	9193	126815	112606	1739	0	12470	691

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
FRANKLIN	CUMBERLAND BANK	31916	30710	196289	448964	4637	25412	696738	559126	86724	250	50638	2212
FRANKLIN	TENNESSEE COMMERCE BANK	35296	2874	29044	279879	3727	5008	313078	282279	940	0	29859	1426
GAINESBORO	JACKSON BANK & TRUST	2377	4297	45415	110704	1750	11052	169718	139159	12611	0	17948	661
GALLATIN	SUMNER BANK & TRUST	57954	493	26095	4342	54	671	31547	20393	63	0	11091	-654
GATES	GATES BANKING AND TRUST COMPANY	10306	2012	13395	11840	303	2020	28964	25048	543	0	3373	101
GERMANTOWN	FIRST CAPITAL BANK	57552	855	15326	62826	810	2959	81156	62847	7334	0	10975	106
GLEASON	BANK OF GLEASON	2379	3098	43268	49864	771	3541	99000	80339	444	0	18217	792
GREENEVILLE	ANDREW JOHNSON BANK	22015	7172	13007	163130	1600	9818	191527	170261	4025	0	17241	834
GREENEVILLE	BANK OF GREENEVILLE	57169	6225	7622	67480	970	5764	86121	73434	4703	0	7984	293
GREENEVILLE	GREENE COUNTY BANK	895	35420	101212	1159701	16880	93279	1372732	1154040	91721	0	126971	6858
GREENEVILLE	HERITAGE COMMUNITY BANK	57656	603	805	51648	647	2805	55214	45750	2875	0	6589	-357
GREENFIELD	GREENFIELD BANKING COMPANY	15255	1822	16624	26529	419	1767	46323	38289	2105	0	5929	183
HALLS	BANK OF HALLS	10315	1999	15827	28010	342	3395	48889	41331	1490	0	6068	329
HALLS	THE LAUDERDALE COUNTY BANK	22835	1322	14504	19211	334	2426	37129	32531	1513	0	3085	137
HARROGATE	COMMERCIAL BANK	22354	24438	75423	278933	2645	32742	408891	306636	58204	0	44051	2372
HARTSVILLE	CITIZENS BANK	6103	3326	23560	62940	731	2565	91660	79819	4564	0	7277	396
HENDERSON	CHESTER COUNTY BANK	19813	8370	14385	16796	653	1238	40136	35350	1098	0	3688	132
HENDERSON	CLAYTON BANK AND TRUST	6104	7875	81560	148151	4583	10384	243387	191826	21970	0	29591	2280
HENDERSONVILLE	AMERICAN SECURITY BANK & TRUST COMPANY	57636	788	18266	29073	364	2965	50728	40190	125	0	10413	-429
HUNTINGDON	CARROLL BANK AND TRUST	2380	4674	47388	97166	1377	8186	156037	135296	4074	0	16667	908
JACKSON	THE BANK OF JACKSON	34457	3137	12248	83660	990	3303	101358	85239	4903	0	11216	644
JAMESTOWN	COMMUNITY BANK OF THE CUMBERLANDS	57111	2389	7929	63887	772	4553	77986	70858	333	0	6795	375
JAMESTOWN	UNION BANK	6088	3664	48773	78392	1128	8453	138154	120660	1070	0	16424	712
JASPER	CITIZENS STATE BANK	20100	2497	14604	41313	407	4051	62058	57596	216	0	4246	260

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
JEFFERSON CITY	FIRST PEOPLES BANK OF TENNESSEE	21874	7574	22338	68093	843	4326	101488	90705	2559	0	8224	366
JELICO	UNION BANK	1693	1916	18339	29711	393	3682	53255	46996	464	0	5795	369
JOHNSON CITY	STATE OF FRANKLIN SAVINGS BANK	34137	9732	110742	175579	1606	14839	309286	233916	47848	0	27522	3001
KINGSPORT	BANK OF TENNESSEE	21573	21436	59967	383852	4687	30636	491204	400509	48901	0	41794	4292
KNOXVILLE	AMERICAN TRUST BANK OF EAST TENNESSEE	57689	1747	6730	38688	636	1011	47540	37044	194	0	10302	-218
KNOXVILLE	BANKEAST	19869	6780	52747	94471	912	30503	183589	148815	10520	0	24254	-646
LAFAYETTE	CITIZENS BANK OF LAFAYETTE	1711	8286	125614	137010	2008	8132	277034	248173	888	0	27973	1432
LAFAYETTE	MACON BANK AND TRUST COMPANY	6091	8810	107483	105393	1755	12120	232051	203642	2557	0	25852	1070
LEBANON	CEDARSTONE BANK	57684	1139	6326	34154	434	1086	42271	35401	508	0	6362	-480
LEBANON	WILSON BANK AND TRUST	26962	27631	184679	747457	9593	43900	994074	875307	28740	0	90027	5047
LENOIR CITY	UNITED COMMUNITY BANK TENNESSEE	33417	9358	61873	171483	2108	28969	269575	228023	2804	0	38748	498
LEWISBURG	FIRST COMMERCE BANK	57465	1568	39695	85842	1076	4701	130730	116959	800	0	12971	456
LEXINGTON	COMMUNITY BANK	31272	1743	22151	35954	690	1762	60920	46862	8305	0	5753	244
LEXINGTON	FIRST BANK	8663	24855	157091	952838	12958	73431	1195257	929265	146643	-2	119351	8399
LIBERTY	LIBERTY STATE BANK	11881	2446	26382	62545	1040	3544	93877	83420	397	0	10060	459
LIVINGSTON	AMERICAN BANK & TRUST OF THE CUMBERLANDS	31980	3033	14173	38238	513	2804	57735	51141	1433	0	5161	215
LIVINGSTON	UNION BANK & TRUST COMPANY	9179	1296	42428	24822	583	5158	73121	64883	925	0	7313	784
LOBELVILLE	BANK OF PERRY COUNTY	1713	2855	15529	59687	967	4604	81708	65267	3358	0	13083	1117
LYNCHBURG	THE FARMERS BANK OF LYNCHBURG	1690	1367	14611	39074	864	4512	58700	50436	1145	0	7119	187
MADISONVILLE	PEOPLES BANK OF EAST TENNESSEE	34517	3900	15355	92086	1172	8062	118231	108321	578	0	9331	217
MANCHESTER	COFFEE COUNTY BANK	22090	2337	10416	75779	977	1930	89485	67082	15181	0	7222	1080
MANCHESTER	PEOPLES BANK & TRUST COMPANY	1475	1202	28525	32891	358	3078	65338	57529	1681	0	6128	296

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
MARYVILLE	CITIZENS BANK OF BLOUNT COUNTY	21227	13355	62636	162439	2354	8502	244578	190408	13475	0	40695	1831
MARYVILLE	THE HOME BANK OF TENNESSEE	34192	2322	24452	80423	1356	7021	112862	96864	6453	0	9545	705
MASON	THE BANK OF MASON	9956	758	4185	1988	44	1742	8629	6581	31	0	2019	2
MAURY CITY	PLANTERS BANK OF TENNESSEE	6106	4060	3213	16444	643	1468	24542	21738	98	0	2706	109
MC KENZIE	MCKENZIE BANKING COMPANY	13955	28033	13960	41042	3164	4129	84000	72448	618	0	10934	864
MC MINNVILLE	HOMELAND COMMUNITY BANK	57632	1123	13516	25482	329	2271	42063	35027	166	0	6870	-97
MEDINA	MEDINA BANKING CO.	10316	1813	15804	9630	182	425	27490	22537	78	0	4875	158
MEMPHIS	INDEPENDENT BANK	34728	15838	57826	368923	3855	16007	454739	400044	15730	0	38965	1393
MEMPHIS	MEMPHISFIRST COMMUNITY BANK	34982	515	10063	15626	482	607	26329	23572	89	0	2668	291
MEMPHIS	TRI-STATE BANK OF MEMPHIS	16511	7661	45399	64434	1595	4681	120580	105083	803	0	14694	115
MEMPHIS	TRUST ONE BANK	34059	15544	56876	367250	5061	104189	538798	351081	71659	0	116058	1727
MILAN	THE BANK OF MILAN	33851	1189	18208	29012	685	3035	50759	36570	9657	0	4532	178
MILLINGTON	PATRIOT BANK	57416	2413	8970	91128	1130	6162	107543	94781	2563	0	10199	822
MOSCOW	THE BANK OF FAYETTE COUNTY	10308	4459	9823	105509	1432	4806	123165	94584	16014	0	12567	771
MOUNT JULIET	BANK OF THE SOUTH	57152	10081	63607	254212	2928	23432	348404	302553	13422	0	32429	1188
MOUNTAIN CITY	FARMERS STATE BANK	13775	3894	46145	64607	813	3460	117293	93759	5835	0	17699	740
MOUNTAIN CITY	JOHNSON COUNTY BANK	22070	2574	9962	79435	1138	5466	96299	67931	18329	0	10039	479
MURFREESBORO	CAVALRY BANKING	29644	83357	29502	452086	4903	43871	603913	544379	9053	0	50481	3741
MURFREESBORO	MIDSOUTH BANK	57659	2324	23542	66205	826	9154	100399	75739	186	0	24474	-925
NASHVILLE	CAPITAL BANK & TRUST COMPANY	33902	9088	58039	344184	4107	17074	424278	336497	55692	0	32089	1709
NASHVILLE	CITIZENS SAVINGS BANK & TRUST COMPANY	10319	3959	10643	39001	703	905	53805	47079	647	0	6079	331
NASHVILLE	INSURORS BANK OF TENNESSEE	35521	1085	14247	51641	633	1932	68272	48440	14062	0	5770	188

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
NASHVILLE	NASHVILLE BANK AND TRUST COMPANY	57825	1310	16978	43416	543	825	61986	44535	284	0	17167	-833
NASHVILLE	PRIMETRUST BANK	57271	6514	65722	271133	3239	14981	355111	300483	17907	0	36721	1013
NASHVILLE	THE BANK OF NASHVILLE	32713	14012	67451	569154	7910	74919	717626	472979	127964	0	116683	2724
NEW TAZEVELL	CITIZENS BANK	1695	10502	21557	92402	1159	13202	136504	118376	7109	0	11019	-407
NEWBERN	SECURITY BANK	2391	8668	29440	87522	1006	10747	135371	107161	12929	0	15281	843
OAK RIDGE	TNBANK	34023	3985	20850	111253	1294	5814	140608	118826	10120	0	11662	566
OAKLAND	OAKLAND DEPOSIT BANK	10320	4706	15729	64198	938	7826	91521	81149	3524	0	6848	337
ONEIDA	FIRST TRUST AND SAVINGS BANK	6109	5864	23369	74202	1115	4108	106428	93670	4279	0	8479	1158
OOLTEWAH	COMMUNITY TRUST & BANKING COMPANY	35138	2777	6055	71168	819	5595	84776	70247	6520	0	8009	533
PARIS	COMMERCIAL BANK & TRUST CO.	8660	10583	85450	316616	5849	26984	433784	383256	11374	0	39154	3712
PARIS	SECURITY BANK AND TRUST COMPANY	9172	9014	23954	94541	675	7204	134038	120164	990	0	12884	1214
PARSONS	COMMUNITY SOUTH BANK	19849	8152	50681	251582	4040	18766	325141	223446	71222	0	30473	3316
PARSONS	FARMERS BANK	8661	1573	8851	24923	298	1946	36995	32917	343	0	3735	151
PIGEON FORGE	TENNESSEE STATE BANK	20720	15312	119563	322492	4620	36443	489190	398742	53230	0	37218	3305
PORTLAND	THE FARMERS BANK	1696	10721	89567	201824	2705	12655	312062	270555	9735	0	31772	2157
PORTLAND	VOLUNTEER STATE BANK	22451	6749	30356	155561	1545	15045	206166	179178	9048	0	17940	1767
RIPLEY	BANK OF RIPLEY	15673	5073	73281	72528	1194	8488	158176	123362	10174	0	24640	712
ROGERSVILLE	FIRST COMMUNITY BANK OF EAST TENNESSEE	33794	7703	15588	176464	1973	15097	212879	176383	16895	0	19601	1246
ROGERSVILLE	THE CITIZENS BANK OF EAST TENNESSEE	9499	3098	17707	86370	1009	8051	114217	97837	7188	0	9192	389
RUTLEDGE	CITIZENS BANK & TRUST CO OF GRAINGER COUNTY	10317	4444	73479	60265	1461	7622	144349	116324	2105	0	25920	913
SARDIS	THE PEOPLES BANK	6110	1204	17751	19114	525	1167	38711	33099	659	0	4953	185
SAVANNAH	CENTRAL BANK	31545	4763	23029	60376	717	5234	92685	76465	5483	0	10737	383
SAVANNAH	THE HARDIN COUNTY BANK	20993	5553	61880	132083	1321	19500	217695	180923	16657	0	20115	1121
SELMER	HOME BANKING COMPANY	9196	2766	15607	33706	512	3826	55393	50085	657	0	4651	292

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

City	Institution	FDIC Cert #	(A) Cash	(B) Investments	(C) Total Loans	(D) Loan Loss Reserve	(E) Other Assets	Total Assets	(F) Deposits	(G) Other Liabilities	(H) MIUS	(I) Capital	(J) Net Income
SEVIERVILLE	SEVIER COUNTY BANK	10318	12789	145059	150995	2658	12786	318971	276364	3662	0	38945	1439
SHELBYVILLE	FIRST COMMUNITY BANK OF BEDFORD COUNTY	27211	8436	52250	146218	2160	13668	218412	179167	15441	0	23804	1370
SHELBYVILLE	PEOPLES BANK OF BEDFORD COUNTY	35604	1393	9484	41545	690	3415	55147	49586	201	0	5360	225
SOMERVILLE	THE SOMERVILLE BANK & TRUST COMPANY	9174	5340	46604	116248	2567	10942	176567	156017	1236	0	19314	1093
SPENCER	CITIZENS BANK OF SPENCER	6092	1146	15724	16309	489	1213	33903	28945	311	0	4647	300
SPRING CITY	FIRST BANK OF TENNESSEE	10693	7987	12948	141559	1465	9027	170056	147617	7342	0	15097	1251
TAZEWELL	FIRST CENTURY BANK	1700	9762	103690	146058	1854	18552	276208	248864	1022	0	26322	1140
TOONE	MERCHANTS & PLANTERS BANK	8665	3245	30755	48764	1788	7492	88468	76969	3194	0	8305	382
TRENTON	CITIZENS CITY & COUNTY BANK	34399	1056	4186	20399	311	2044	27374	24653	184	0	2537	212
TRENTON	PEOPLES STATE BANK OF COMMERCE	1701	3102	12947	57005	601	8457	80910	66130	4129	0	10651	576
TREZEVANT	FARMER'S AND MERCHANTS BANK	8439	3987	3060	86258	1337	9535	101503	85155	5524	0	10824	365
TULLAHOMA	AMERICAN CITY BANK OF TULLAHOMA	21663	2416	31360	99484	1077	16695	148878	124843	1464	0	22571	518
UNION CITY	FIRST STATE BANK	1479	16099	116928	628112	6095	46166	801210	679568	50723	100	70819	2461
UNION CITY	REELFOOT BANK	9199	9711	20433	98863	2916	13589	139680	125091	2318	0	12271	462
WARTBURG	CITIZENS FIRST BANK	34311	2463	9206	76428	730	5206	92573	76027	8033	0	8513	427
WAYNESBORO	THE BANK OF WAYNESBORO	2375	4534	15727	89066	2144	8096	115279	97221	7511	0	10547	579
WAYNESBORO	WAYNE COUNTY BANK	9168	4252	24936	119868	5486	13093	156663	131277	3802	0	21584	1179
WINCHESTER	CITIZENS COMMUNITY BANK	33739	4803	20759	81786	1245	7731	113834	94963	6107	0	12764	1054
WOODLAND MILLS	THE FARMERS BANK	15205	422	5707	5795	107	202	12019	9922	30	0	2067	48
	TOTALS		1062953	6082024	20885871	283590	1790719	29537977	24457481	1969853	348	3109296	161378

Tennessee State-Chartered Banks

SUMMARY OF INDIVIDUAL BANKS AS OF JUNE 30, 2005 (In Thousands)

- (A) Cash - Includes currency/coin, both interest-bearing and non-interest bearing balances due from depository institutions
- (B) Investments – Investments owned: Includes securities, federal funds sold, , and securities purchased under agreements to resell
- (C) Total Loans – Includes all loans and lease financing receivables, net of unearned income
- (D) Loan Loss Reserve – Allowance for Loan and Lease Losses
- (E) Other Assets – Includes premises and fixed assets, trading assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customer's liability to bank on acceptances outstanding, intangible assets, and assets not reportable elsewhere.
- (F) Total Deposits – Includes all interest bearing and non-interest bearing customer deposits held.
- (G) Other Liabilities – Includes federal funds purchased, securities sold under agreements to repurchase, demand notes issued to U.S. Treasury, mortgage indebtedness, obligations under capital leases, bank's liability on acceptances outstanding, and all other liabilities
- (H) Minority Interest in Unconsolidated Subsidiaries
- (I) Equity Capital – Includes preferred stock, common stock, surplus, undivided profits, and accumulated other comprehensive income
- (J) Net Income – Income earned after all expenses, taxes, and extraordinary items

Tennessee State-Chartered Trust Companies

CONSOLIDATED STATEMENT OF CONDITION (To the nearest thousand)

	June 30, 2005	June 30, 2004	\$ Change	% Change
ASSETS				
Cash and Due from Banks	6,995	4,799	2,196	45.8%
Securities and Investments	2,509	2,716	-207	-7.6%
Premises and Fixed Assets	1,424	1,873	-449	-24.0%
Other Assets	17,127	39,834	-22,707	-57.0%
TOTAL ASSETS	28,055	49,222	-21,167	-43.0%
LIABILITIES				
Other Liabilities	9,616	8,506	1,110	13.1%
TOTAL LIABILITIES	9,616	8,506	1,110	13.1%
Unrestricted Assets	251	293	-42	-14.3%
Temporarily Restricted Assets	12	17	-5	-29.4%
Permanently Restricted Assets	8	8	0	0.0%
EQUITY CAPITAL				
Common Stock	4,640	4,630	10	0.2%
Less: Treasury Stock	-167	-167	0	0.0%
Surplus	12,706	36,062	-23,356	-64.8%
Undivided Profits	929	-133	1,062	798.5%
Deferred Compensation	0	0	0	0.0%
Unrealized Gains and (Losses)	60	6	54	900.0%
TOTAL EQUITY CAPITAL	18,168	40,398	-22,230	-55.0%
TOTAL LIABILITIES AND EQUITY CAPITAL	28,055	49,222	-21,167	-43.0%

Tennessee State-Chartered Trust Companies

CONSOLIDATED INCOME STATEMENT (To the nearest thousand)

	June 30, 2005	June 30, 2004	\$ Change	% Change
Fee Income	34,068	30,846	3,222	10.4%
NET FEE INCOME	34,068	30,846	3,222	10.4%
Other Income	130	335	-205	-61.2%
TOTAL INCOME	34,198	31,181	3,017	9.7%
Operating Expenses	17,752	24,641	-6,889	-28.0%
Advisor/Consulting Fees	11,953	3,450	8,503	246.5%
Inter-Company Expense (Credit)	850	0	850	850.0%
Securities (Gains) and Losses	2	2	0	0.0%
TOTAL OPERATING EXPENSE	30,557	28,093	2,464	8.8%
Pre-Tax Net Operating Income	3,641	3,088	553	17.9%
Applicable Income Taxes	450	541	-91	-16.8%
Non-Operating Expenses	1574	841	733	87.2%
NET OPERATING INCOME	1,617	1,706	-89	-5.2%
Extraordinary Gains/Losses	0	0	0	0.0%
NET INCOME	1,617	1,706	-89	-5.2%
TOTAL DIVIDENDS AND/OR DISTRIBUTIONS	100	736	-636	-86.4%

Tennessee State-Chartered Trust Companies

STATEMENT OF CONDITION (As of June 30, 2005) (To Nearest Thousand)

		(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)
		Cash	Investments	Other Assets	Total Assets	Other Liabilities	Equity Capital	Net Income	TAUM	Common / Collective Funds	Number of Funds
Meridian Trust and Investment Company	Knoxville	471	210	465	1,146	54	1,092	157	316,814		
The Trust Company of Knoxville	Knoxville	741	647	597	1,985	442	1,543	278	838,804	33,646	5
Diversified Trust Company	Memphis	34	0	3,254	3,288	2,285	1,003	0	2,395,147	815,311	12
First Mercantile Trust Company	Memphis	4,691	0	13,332	18,023	6,927	11,096	621	3,884,184	3,491,201	240
Investment Counsel and Trust Company	Memphis	338	432	243	1,013	146	867	99	239,716		
Cumberland Trust and Investment Company	Nashville	207	0	466	673	64	609	-147	340,966		
Equitable Trust Company	Nashville	424	1,202	21	1,647	-311	1,958	621	965,609		
Guardianship and Trusts Corporation (K, L)	Nashville	89	18	173	280	9	271(M)	-12	12,317		
TOTAL		6,995	2,509	18,551	28,055	9,616	18,168	1,617	8,993,557		

FOOTNOTE:

(A) Cash - Includes currency and coin, and both interest bearing and non-interest bearing balances due from depository institutions

(B) Investments - Investments Owned

(C) Other Assets -Includes premises and fixed assets, investments in unconsolidated subsidiaries, intangible assets, and all other assets

(D) Total Assets - The sum of (A) through (C)

(E) Other Liabilities - Includes all liabilities

(F) Equity Capital - Includes preferred stock, common stock, debt capital, surplus, undivided profits, and all other capital reserves net of any unrealized holding gains (losses) on available for sale securities

(G) Net Income - Income earned after all expenses, taxes, and extraordinary items

(H) Total Assets Under Management - Total Discretionary and Non-Discretionary Assets Under Management inclusive of funds held in Common/Collective Funds

(I) Common/Collective Funds - Assets held in Common and/or Collective Investment Funds trusted by company at market value

(J) Number of Funds - Number of Common/Collective Funds

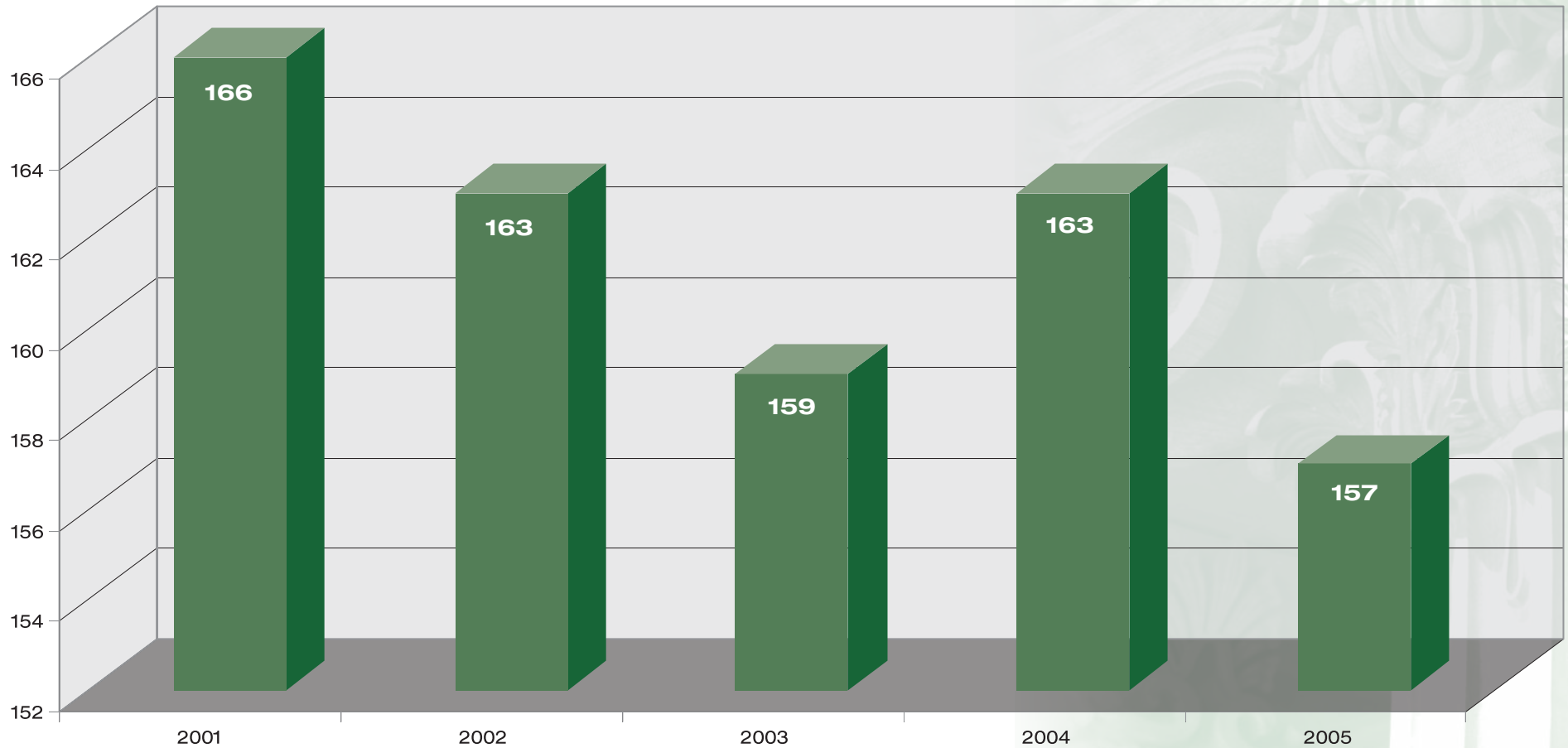
(K) Not-for-profit trust company

(L) Operates on a fiscal year ending June 30

(M) Net Assets

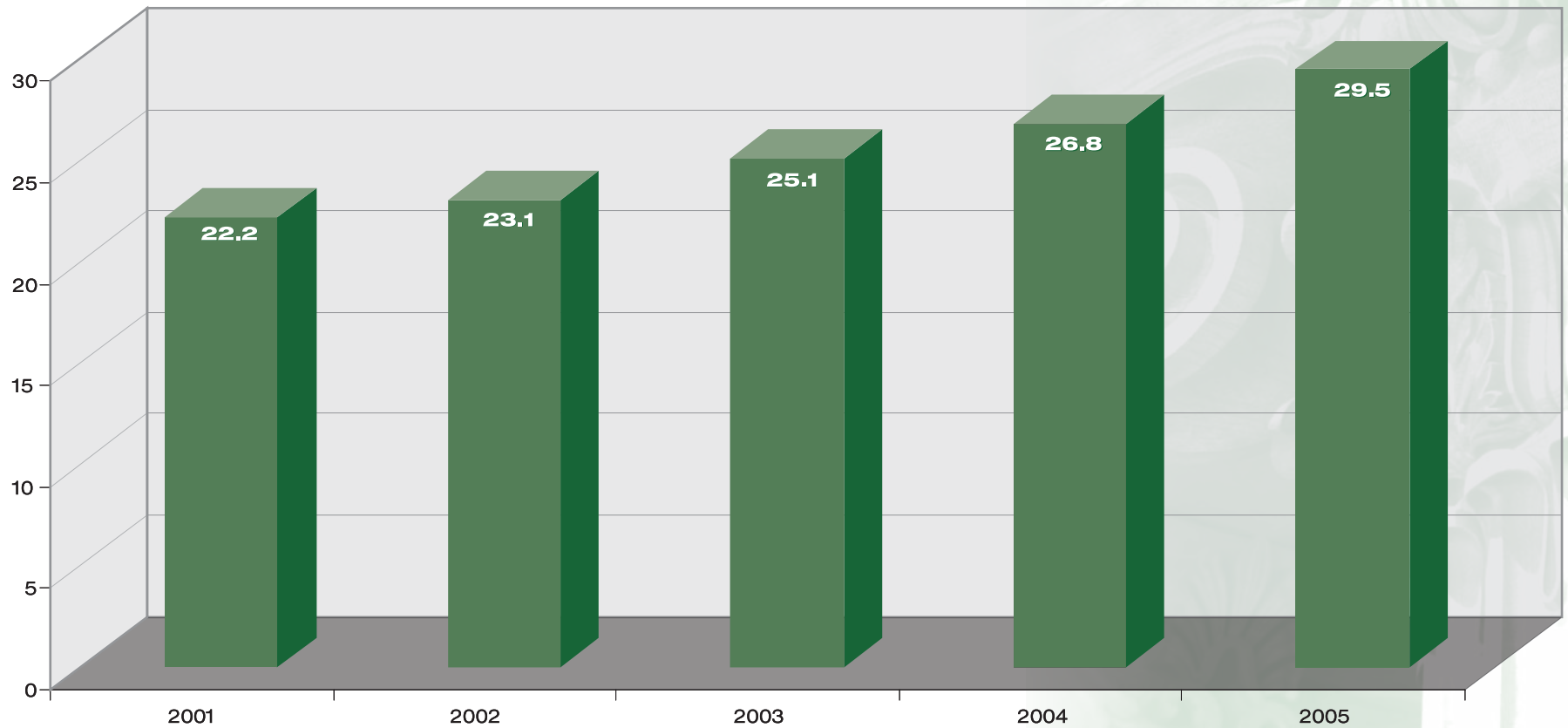
Bank Division

NUMBER OF STATE-CHARTERED BANKS IN TENNESSEE (As of June 30, 2005)



ASSETS OF STATE-CHARTERED BANKS IN TENNESSEE

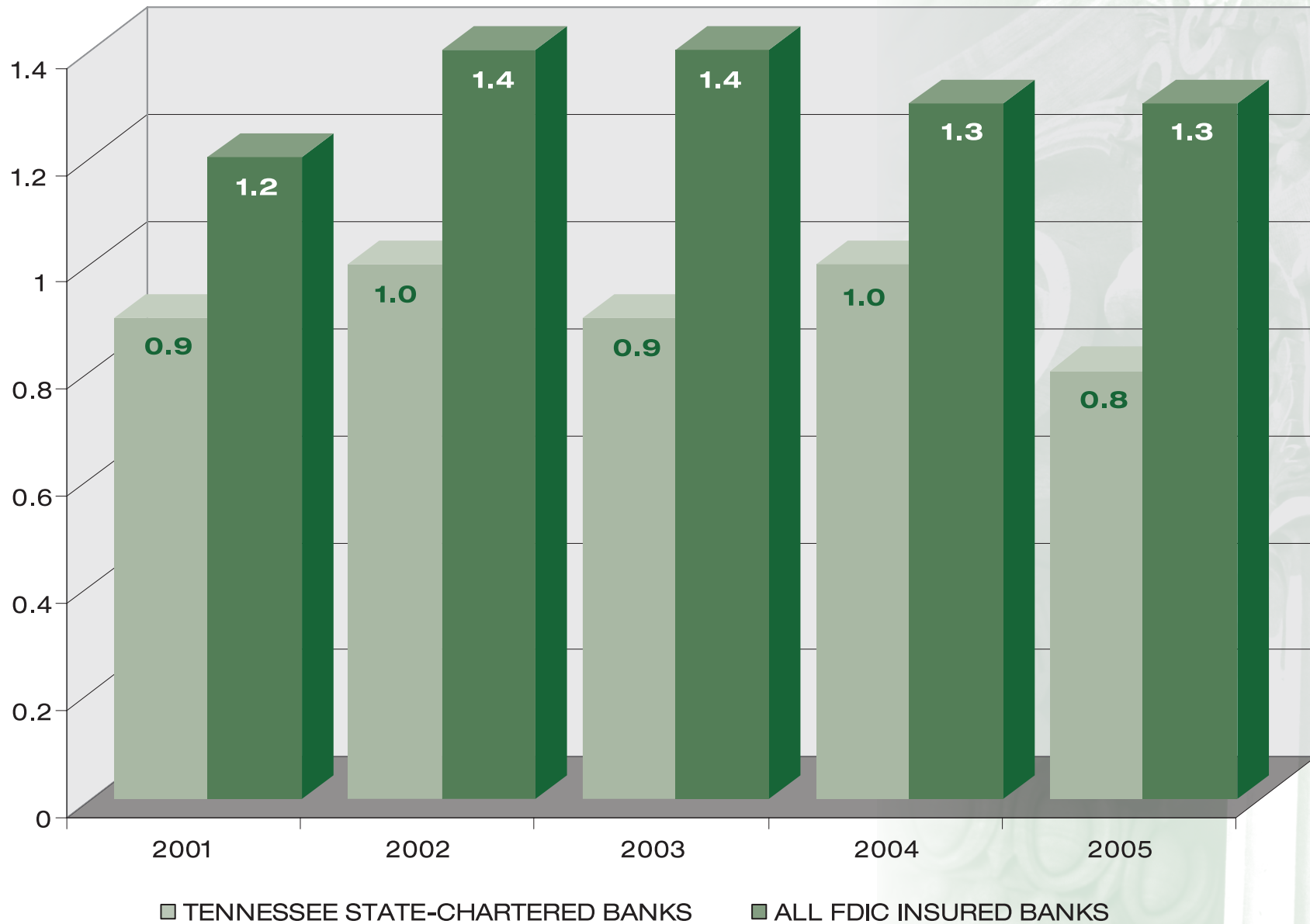
(In Billions)
(As of June 30, 2005)



Bank Division

RETURN ON ASSETS OF STATE-CHARTERED BANKS IN TENNESSEE

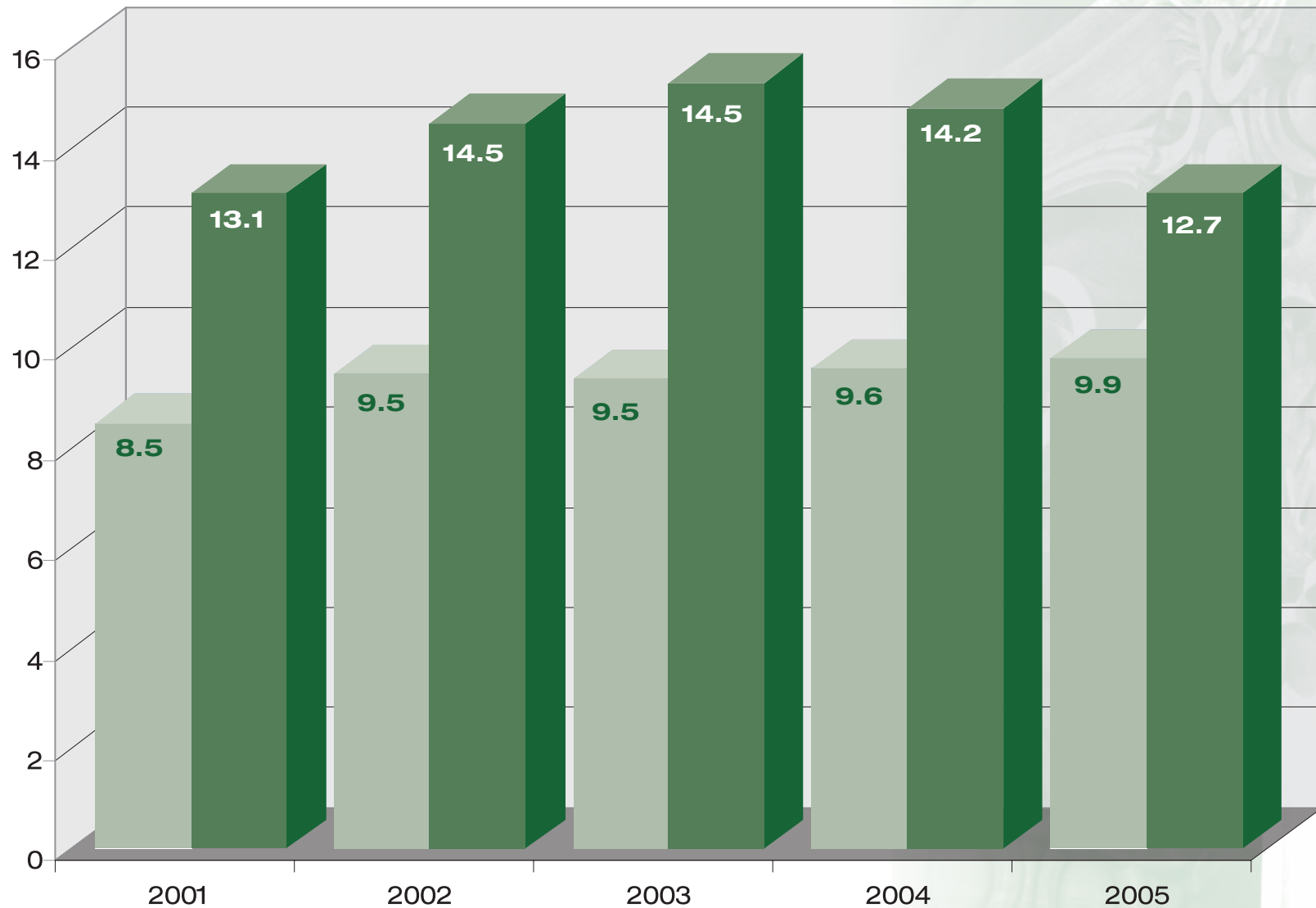
(Ratios)
(As of June 2005)



Bank Division

RETURN ON EQUITY OF STATE-CHARTERED BANKS IN TENNESSEE

(Ratios)
(As of June 2005)



■ TENNESSEE STATE-CHARTERED BANKS

■ ALL FDIC INSURED BANKS